

## Profiles of the nominated directors of the Company to replace the directors who retire by rotation and qualification of the independent director

**Agenda item 4** To consider and approve the election of directors to replace the directors who retire by rotation

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The profiles of the nominated directors are as follows:

### 1. Mr. Neo Ah Chap

**Proposed to be appointed as a director and independent director of the Company**



<b>Age</b>	72 years old
<b>Current position</b>	Director / Independent Director
<b>Date of first appointment</b>	29 June 2010
<b>Number of years as director in the Company</b>	6 years
<b>Relationship with management</b>	None

**Address** 87 Faber Green, Singapore 129306

**Education**

- Diploma in Accountancy Perth Technical College (Australia)
- Certified Public Accountant (Australia)
- Certified Public Accountant (Singapore)

**Possession of STA shares** 1,100,000 shares, representing 0.09 %

#### **Director training program**

- SGX Listed Companies Development Programme: Understanding the Regulatory Environment in Singapore: What Every Director Ought to Know

**Current positions** - Director and Independent Director, Sri Trang Agro-Industry Plc.

**Expertise** Accounting and Finance

#### **Experience**

1998 - 2014	Sole-proprietor of NAC Consultancy Services
1998 - 2009	Executive Director, Tan Chong International Ltd.
1971 - 2009	Marketing Director, Tan Chong & Sons Motor Company (Singapore) Private Limited

**Other current positions****Director / Management in other listed companies** None**Director / Management in other non-listed companies  
other non-listed companies** None**Director / Management in other companies which may  
have conflict of interest** None**Meeting attendance in 2015** - Board of Directors Meeting: 7/7 times  
- Shareholders Meeting: 1/1 time**Illegal record in the past 10 years** None**Maintain director qualifications under the relevant laws  
and not have prohibited characteristics under the  
Notifications of the Capital Market Supervisory Board** Yes**Other qualifications**

Interests in the Company, parent company, subsidiaries, associate companies, or any legal entities that may have the conflicts of interest at present or in the past 2 years:

1. Director who participates in the Company's management, employee, worker, or advisor who receives a regular salary or fee	No
2. Professional service provider (i.e. auditor, legal advisor)	No
3. Having significant business relations that may affect the ability to perform independently	None

*Note: Mr. Neo Ah Chap does not have any prohibited characteristics as specified by the Public Limited Company Act and the Securities and Exchange Act.*

## 2. Mr. Chalernpop Khanjan

### Proposed to be appointed as a director of the Company



**Age** 46 years old

**Current position** Director / Executive Director / Risk Management Committee Member / Production Manager

**Date of first appointment** 29 October 2015

**Number of Years as director in the Company** 6 months

**Relationship with management** None

**Address** 27 Kuankanoon Road, Tambol Tubtieng, Amphur Muang Trang, Trang Province

**Education**

- Executive Micro MBA, Thammasat University
- Diploma in General Management from Industrial and Community Education College

**Possession of STA shares** None

**Director training programs** None

**Current positions**

- Director, Sri Trang Agro-Industry Plc.
- Risk Management Committee Member,
- Sri Trang Agro-Industry Plc.
- Production Manager, Sri Trang Agro-Industry Plc.

**Expertise** Production process

**Experience**

2006 - Present Production Manager, Rubberland Products Co., Ltd.

1998 - 2005 Factory Manager, Rubberland Products Co., Ltd.

1994 - 1997 Assistant to Latex Factory Manager, Sri Trang Agro-Industry Plc.

### Other current positions

**Director / Management in other listed companies** None

### **Director / Management in other non-listed companies**

Director, Rubberland Products Co., Ltd.  
 Director, Nam Hua Rubber Co., Ltd.  
 Director, Sadao P.S. Rubber Co., Ltd.  
 Director, Anvar Parawood Co., Ltd.  
 Director, Starlight Express Transport Co., Ltd.

**Director / Management in other companies which may have conflict of interest** None

**Meeting attendance in 2015**

- Board of Directors Meeting: 1/1 time
- Board of Executive Director Meeting: 1/1 times
- Board of Risk Management Committee: 1/2 times
- Shareholders Meeting: - time

**Illegal record in the past 10 years** None

**Maintain director qualifications under the relevant laws and not have prohibited characteristics under the Notifications of the Capital Market Supervisory Board** Yes

*Note: Mr. Chalernpop Khanjan does not have any prohibited characteristics as specified by the Public Limited Company Act and the Securities and Exchange Act.*

### 3. Mr. Kriang Yanyongdilok



**Proposed to be appointed as a director and independent director of the Company**

**Age** 78 years old

**Current position** Director / Independent Director / Audit Committee Member / Chairman of Nomination Committee / Remuneration Committee Member

**Date of first appointment** 25 January 2000

**Number of Years as director in the Company** 16 years

**Relationship with management** None

**Address** 122/110 Moo 1, Mooban Satjar, Prayasatjar Road, Tambol Samet, Amphur Muang Chonburi, Chonburi Province

**Education** - Bachelor of Science in Business Administration (Major in Accounting), Thammasat University

**Possession of STA shares** None

**Director training program** - DAP 11/2004 by Thai Institute of Directors Association

**Current position**

- Independent Director and Audit Committee Member, Sri Trang Agro-Industry Plc.
- Chairman of Nomination Committee, Sri Trang Agro-Industry Plc.
- Remuneration Committee Member, Sri Trang Agro-Industry Plc.

**Expertise** Taxation

#### **Experience**

2010 - Present	Director, March Auto 2010 Co., Ltd.
2004 - 2005	Audit Committee Member, Oishi Group Plc.
1993 - Present	Director, J M P Group (1993) Co., Ltd.
1985 - 1998	Provincial Revenue, Area Revenue Office, Regional Revenue Office 3, Revenue Office
1968	Ombudsman, third class, Revenue Office, Phuket
1965	Class-three government official, Office of the Auditor-General of Thailand

**Other current positions****Director / Management in other listed companies** None**Director / Management in other non-listed companies**

Director, March Auto 2010 Co., Ltd.

Director, J.M.P. Group (1993) Co., Ltd.

**Director / Management in other companies which may have conflict of interest** None

**Meeting attendance in 2015**

- Board of Directors Meeting: 7/7 times
- Board of Audit Committee Meeting: 6/6 times
- Board of Nomination Committee Meeting: 2/2 times
- Board of Remuneration Committee Meeting: 2/2 times
- Shareholders Meeting: 1/1 time

**Illegal record in the past 10 years** None**Maintain director qualifications under the relevant laws and not have prohibited characteristics under the Notifications of the Capital Market Supervisory Board** Yes**Other qualifications**

Interests in the Company, parent company, subsidiaries, associate companies, or any legal entities that may have the conflicts of interest at present or in the past 2 years:

1. Director who participates in the Company's management, employee, worker, or advisor who receives a regular salary or fee	No
2. Professional service provider (i.e. auditor, legal advisor)	No
3. Having significant business relations that may affect the ability to perform independently	None

*Note: Mr. Kriang Yanyongdilok does not have any prohibited characteristics as specified by the Public Limited Company Act and the Securities and Exchange Act.*

#### 4. Mr. Chaiyos Sincharoenkul



**Proposed to be appointed as a director of the Company**

**Age** 66 years old  
**Current position** Director / Executive Director  
**Date of first appointment** 27 December 1993  
**Number of Years as director in the Company** 23 years

**Relationship with** None

**Address** 139 Soi Boonrat, Tambol Hatyai, Amphur Hatyai, Songkhla Province

**Education** - Executive Micro MBA, Thammasat University

**Possession of STA shares** 11,710,825 shares, representing 0.91%

**Director training program** DAP 66/2007 by Thai Institute of Directors Association

**Current positions**

- President, the Thai Rubber Association
- Director, the Federations of Thai Industries
- Director, Sri Trang Agro-Industry Plc.

**Expertise** Factory technology

**Experience**

2008 - 2014	Director, the Federations of Thai Industries
2008 - 2012	Chairman, the Federations of Thai Industries, Songkhla Province
2008 - 2010	Vice-Chairman, Board of IMT-GT Thailand
2008 - 2010	Chairman of agricultural working committee, Agricultural and Environmental industry
1987 - 1993	Director, Sri Trang Agro-Industry Plc.

**Other current positions**

**Director / Management in other listed companies** None

**Director / Management in other non-listed companies**

Director, Rubberland Products Co., Ltd.  
 Director, Nam Hua Rubber Co., Ltd.  
 Director, Sadao P.S. Rubber Co., Ltd.  
 Director, Anvar Parawood Co., Ltd.  
 Director, Premier System Engineering Co., Ltd.  
 Director, Startech Rubber Co., Ltd.  
 Director, Starlight Express Transport Co., Ltd.  
 Director, Sri Trang Holdings Co., Ltd.  
 Director, International Rubber Consortium Limited  
 President, the Thai Rubber Association  
 Member of Sub-standing Committee for Considering  
 and Studying Agricultural Productivity, under the  
 Standing Committee on Agriculture and Co-  
 operatives, National Legislative Assembly  
 Member of Ad Hoc Subcommittee for Considering  
 Rubber Organization under the Bill on Rubber of  
 Thailand, under the Ad Hoc Committee for  
 Considering the Bill on Rubber of Thailand, National  
 Legislative Assembly  
 Director, Sri Trang Lingga Indonesia  
 Director, Shanghai Sempermed Glove Sales Co.,  
 Ltd.  
 Director, Semperflex Shanghai Ltd.  
 Director, Sempermed Singapore Pte. Ltd.  
 Director, Shi Dong Shanghai Rubber Co., Ltd.

**Director / Management in other companies which may have conflict of interest** None

**Meeting attendance in 2015** - Board of Directors Meeting: 7/7 times  
 - Board of Executive Director Meeting: 6/6 times  
 - Shareholders Meeting: 1/1 time

**Illegal record in the past 10 years** None

**Maintain director qualifications under the relevant laws and not have prohibited characteristics under the Notifications of the Capital Market Supervisory Board** Yes

*Note: Mr. Chaiyos Sincharoenkul does not have any prohibited characteristics as specified by the Public Limited Company Act and the Securities and Exchange Act*



### Qualification of Independent Directors

1. Holding shares not exceeding one percent of the total number of shares with voting rights of STA, its parent company, subsidiary company, associate company, major shareholder or controlling person of STA, including shares held by related persons of such independent director.
2. Not having any relationship with (a) STA; (b) STA's holding company, subsidiary or fellow subsidiary; (c) any person who has an interest or interests in one or more voting shares in STA and the total votes attached to that share, or those shares, is not less than ten percent of the total votes attached to all the voting shares in STA ("**10% Shareholder**"); and/or (d) STA's officers, that could interfere or be reasonably perceived to interfere with the exercise of the Director's independent business judgment with a view to the best interests of STA.
3. Not having an immediate family member (which includes spouse, child, adopted child, stepchild, sibling and parents) who is or was, in the current or immediate past financial year, a 10% shareholder of, or a partner in (with 10% or more stake), or an executive officer of, or a director of, any organisation to which STA or any of its subsidiaries made, or from which STA or any of its subsidiaries received, significant payments or material services (which include auditing, banking, consulting and legal services), in the current or immediate past financial year.
4. Neither being nor having been directly associated with a ten percent shareholder of STA in the current or immediate past financial year.
5. Neither being nor having been an executive director, employee, staff, advisor who receives salary, or a controlling person of STA, its parent company, subsidiary company, associate company, same-level subsidiary company, major shareholder or controlling person of STA, unless the foregoing status ended not less than three financial years prior to the appointment as an independent director. Such prohibited characteristic shall not include the case where the independent director used to be a government official or advisor of a government unit which is a major shareholder or controlling person of STA.
6. Not being a person related by blood or legal registration as parents, spouse, sibling, and child, including spouse of child of a director, executive, major shareholder, controlling person, or person to be nominated as director, executive or controlling person of STA or its subsidiary company.
7. Not having an immediate family member including spouse, child, adopted child, stepchild, sibling and parents, who is, or has been in any of the past three financial years, employed by the Company or any of its related companies and whose remuneration is determined by the remuneration committee.
8. Neither being a director nor having an immediate family member including spouse, child, adopted child, stepchild, sibling and parent, receiving any remuneration from STA or any of its related corporations for the provision of services, other than remuneration for being a director, for the current or immediate past financial year.

9. Neither having nor having had a business relationship with STA, its parent company, subsidiary company, associate company, major shareholder or controlling person, in the manner which may interfere with his independent judgement, and neither being nor having been a significant shareholder or controlling person of any person having a business relationship with STA, its parent company, subsidiary company, associate company, major shareholder or controlling person, unless the foregoing relationship ended not less than two years prior to the appointment as an independent director .
10. Neither being nor having been an auditor of STA, its parent company, subsidiary company, associate company, major shareholder or controlling person of STA, and not being a significant shareholder, controlling person, or partner of an audit firm which employs auditors of STA, its parent company, subsidiary company, associate company, major shareholder or controlling person of STA, unless the foregoing relationship ended not less than two years prior to the appointment as an independent director .
11. Neither being nor having been a provider of any professional services including those as legal advisor or financial advisor who receives service fees exceeding two million baht per year from STA, its parent company, subsidiary company, associate company, major shareholder or controlling person of STA, and not being a significant shareholder, controlling person or partner of the provider of professional services, unless the foregoing relationship ended not less than two years prior to the appointment as an independent director .
12. Not being a director appointed as representative of directors of STA, major shareholder or shareholder who is related to a major shareholder, or not being a director who is or has been directly associated with a 10% Shareholder, in the current and immediate past financial year. A director will be considered "directly associated" with a 10% Shareholder when the director is accustomed or under obligation, whether formal or informal, to act in accordance with the directions, instructions or wishes of the 10% Shareholder in relation to the corporate affairs of STA.
13. Not undertaking any business in the same nature and in competition to the business of STA or its subsidiary company or not being a significant partner in a partnership or being an executive director, employee, staff, advisor who receives salary or holds shares exceeding one percent of the total number of shares with voting rights of other company which undertakes business in the same nature and in competition to the business of STA or its subsidiary company.
14. Not having any other characteristics which would cause the inability to express independent opinions with regard to STA's business operations.

The qualifications of the Independent Director of STA are more stringent than the definitions as specified in the notification of the Capital Market Supervisory Board and the Stock Exchange of Thailand.